

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF CALIFORNIA

Case number (if known)

Chapter

7☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Hyperikon, Inc.

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 45-3359660

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of business

8821 Production Ave
San Diego, CA 92121

Number, Street, City, State & ZIP Code

P.O. Box, Number, Street, City, State & ZIP Code

San Diego
County

Location of principal assets, if different from principal place of business

5020 W. 81st Street Indianapolis, IN 46268
Number, Street, City, State & ZIP Code5. Debtor's website (URL) www.hyperikon.com

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))☐ Partnership (excluding LLP)☐ Other. Specify: _____

Debtor Hyperikon, Inc. Case number (if known) _____
Name

7. Describe debtor's business A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. *Check all that apply*

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
 See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

8. Under which chapter of the Bankruptcy Code is the debtor filing? *Check one:*

- ☒ Chapter 7
☐ Chapter 9

☐ Chapter 11. *Check all that apply:*

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No.
☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

Debtor Hyperikon, Inc. Case number (if known) _____
Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? ☒ No ☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor Relationship
 District _____ When _____ Case number, if known _____

11. Why is the case filed in this district? *Check all that apply:*
- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention? ☐ No ☒ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☒ Other **Indiana warehouse consists of approximately 1800 pallets of goods that should be of considerable value to the estate. In addition, there is inventory located at 240 Teller St., Corona, CA 92879.**

Where is the property? **5020 W. 81st Street**
Indianapolis, IN, 46268-0000

Number, Street, City, State & ZIP Code

Is the property insured?

☐ No

☒ Yes. Insurance agency **Marsh & McLennan**

Contact name **Mary Jones**

Phone **858-587-7516**

Statistical and administrative information

13. Debtor's estimation of available funds *Check one:*
- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors
- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated Assets
- | | | |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |

Debtor **Hyperikon, Inc.** Case number (if known) _____
Name

☐ \$500,001 - \$1 million☐ \$100,000,001 - \$500 million☐ More than \$50 billion**16. Estimated liabilities**☐ \$0 - \$50,000☐ \$1,000,001 - \$10 million☐ \$500,000,001 - \$1 billion☐ \$50,001 - \$100,000☒ \$10,000,001 - \$50 million☐ \$1,000,000,001 - \$10 billion☐ \$100,001 - \$500,000☐ \$50,000,001 - \$100 million☐ \$10,000,000,001 - \$50 billion☐ \$500,001 - \$1 million☐ \$100,000,001 - \$500 million☐ More than \$50 billion

Debtor

Hyperikon, Inc.

Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature
of authorized
representative of debtor


The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

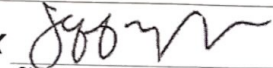
I declare under penalty of perjury that the foregoing is true and correct.

Executed on April 30, 2021
MM / DD / YYYY

X 
Signature of authorized representative of debtor
Title President

Alexander Brandrup
Printed name

18. Signature of attorney

X 
Signature of attorney for debtor

Date April 30, 2021
MM / DD / YYYY

Jeffrey N. Brown 105520
Printed name

Thompson Coburn LLP
Firm name

2029 Century Park East
19th Floor
Los Angeles, CA 90067
Number, Street, City, State & ZIP Code

Contact phone 310-282-2500

Email address jbrown@thompsoncoburn.com

105520 CA
Bar number and State

Fill in this information to identify the case:Debtor name Hyperikon, Inc.United States Bankruptcy Court for the: SOUTHERN DISTRICT OF CALIFORNIA

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

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An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.


I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on April 30, 2021

X


 Signature of individual signing on behalf of debtor

Alexander Brandrup
Printed name

President
Position or relationship to debtor

Fill in this information to identify the case:Debtor name Hyperikon, Inc.United States Bankruptcy Court for the: SOUTHERN DISTRICT OF CALIFORNIA

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 206Sum****Summary of Assets and Liabilities for Non-Individuals**

12/15

Part 1: Summary of Assets**1. Schedule A/B: Assets-Real and Personal Property** (Official Form 206A/B)**1a. Real property:**Copy line 88 from *Schedule A/B*..... \$ **0.00****1b. Total personal property:**Copy line 91A from *Schedule A/B*..... \$ **8,272,146.01****1c. Total of all property:**Copy line 92 from *Schedule A/B*..... \$ **8,272,146.01****Part 2: Summary of Liabilities****2. Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of *Schedule D*..... \$ **0.00****3. Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)**3a. Total claim amounts of priority unsecured claims:**Copy the total claims from Part 1 from line 5a of *Schedule E/F*..... \$ **1,124,050.11****3b. Total amount of claims of nonpriority amount of unsecured claims:**Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F*..... +\$ **9,350,392.96****4. Total liabilities**
Lines 2 + 3a + 3b\$ **10,474,443.07**

Fill in this information to identify the case:Debtor name Hyperikon, Inc.United States Bankruptcy Court for the: SOUTHERN DISTRICT OF CALIFORNIA

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 206A/B****Schedule A/B: Assets - Real and Personal Property**

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Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents**1. Does the debtor have any cash or cash equivalents?**☐ No. Go to Part 2.☒ Yes Fill in the information below.**All cash or cash equivalents owned or controlled by the debtor****Current value of debtor's interest****3. Checking, savings, money market, or financial brokerage accounts (Identify all)**

Name of institution (bank or brokerage firm)

Type of account

Last 4 digits of account number

3.1. Pacific Mercantile BankChecking5600\$133,748.913.2. City National BankChecking8785\$72,418.243.3. Amount is in CADChecking696\$514.083.4. PayPal Balance\$406.303.5. Pacific Mercantile BankChecking2583\$1,814.033.6. Payoneer (Walmart payment platform)
Money is in transit to PMB Acct 5600Other\$3,888.783.7. Pacific Mercantile Bank5400\$833.34

Debtor Hyperikon, Inc.
Name

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4. **Other cash equivalents** (Identify all)5. **Total of Part 1.**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$213,623.68**Part 2: Deposits and Prepayments**6. **Does the debtor have any deposits or prepayments?**

- ☐ No. Go to Part 3.
- ☒ Yes Fill in the information below.

7. **Deposits, including security deposits and utility deposits**
Description, including name of holder of deposit7.1. Lease Security Deposit - Becknell Investors 2011 LLC \$47,073.597.2. Lease Security Deposit - Fastenal Company \$25,000.007.3. Lease Security Deposit - R.J. Land Company, L.P. \$5,664.007.4. Lease Security Deposit - MGM Partnership \$59,392.297.5. Lease Security Deposit - 707 Proxima \$15,351.478. **Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**
Description, including name of holder of prepayment8.1. Prepaid Software - Oracle America Inc. (non-refundable) \$5,688.468.2. Prepaid Software - ICS (non-refundable) \$37,800.008.3. Prepaid Software - Shiphawk (non-refundable) \$8,250.008.4. Prepaid Insurance \$16,507.458.5. Prepaid Listing Fee for UL certification (non-refundable) \$35,028.00

Debtor **Hyperikon, Inc.**
Name

Case number (If known)

9. **Total of Part 2.**

Add lines 7 through 8. Copy the total to line 81.

\$255,755.26**Part 3: Accounts receivable**10. **Does the debtor have any accounts receivable?**

- ☐ No. Go to Part 4.
- ☒ Yes Fill in the information below.

11. **Accounts receivable**

11a. 90 days old or less:	<u>590,271.95</u>	-	<u>0.00</u>	=	<u>\$590,271.95</u>
	face amount		doubtful or uncollectible accounts		

11b. Over 90 days old:	<u>210,232.88</u>	-	<u>0.00</u>	=	<u>\$210,232.88</u>
	face amount		doubtful or uncollectible accounts		

12. **Total of Part 3.**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$800,504.83**Part 4: Investments**13. **Does the debtor own any investments?**

- ☐ No. Go to Part 5.
- ☒ Yes Fill in the information below.

			Valuation method used for current value	Current value of debtor's interest
14.	Mutual funds or publicly traded stocks not included in Part 1			
	Name of fund or stock:			
15.	Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture			
	Name of entity:	% of ownership		
15.1.	<u>Dynamo Resources, Inc.</u>	<u>100</u> %		<u>\$0.00</u>
15.2.	<u>Lighting United, Inc.</u>	<u>100</u> %		<u>\$0.00</u>
15.3.	<u>MG Capital, LLC</u>	<u>100</u> %		<u>\$0.00</u>
15.4.	<u>Stonebarn Ltd, United C, 8F Kind Palace Plaze, Not 55 Kind Yip Street, Kwun Tong, Kowlon, Hong Kong.</u>	<u>100</u> %		<u>\$0.00</u>
15.5.	<u>Hyperikon S.A. de C.V. Jose Clemente Orozco 2410 Int 3016 Zona Urbana Rio, Tihuana Baja CA 22010</u>	<u>100</u> %		<u>\$0.00</u>

Debtor **Hyperikon, Inc.**
Name

Case number (If known) _____

16. **Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1**
Describe:

17. **Total of Part 4.**

Add lines 14 through 16. Copy the total to line 83.

\$0.00

Part 5: Inventory, excluding agriculture assets

18. **Does the debtor own any inventory (excluding agriculture assets)?**

- ☐ No. Go to Part 6.
☒ Yes Fill in the information below.

	General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19.	Raw materials				
20.	Work in progress				
21.	Finished goods, including goods held for resale Inventory (book value in debtor's records. Inventory valuation is average costing. Most recent inventory count was the week of January 8, 2021		\$0.00		\$5,648,531.75
22.	Other inventory or supplies Prepaid Inventory		\$581,537.95		\$581,537.95

23. **Total of Part 5.**

Add lines 19 through 22. Copy the total to line 84.

\$6,230,069.70

24. **Is any of the property listed in Part 5 perishable?**

- ☒ No
☐ Yes

25. **Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?**

- ☒ No
☐ Yes. Book value _____ Valuation method _____ Current Value _____

26. **Has any of the property listed in Part 5 been appraised by a professional within the last year?**

- ☐ No
☒ Yes

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. **Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

- ☒ No. Go to Part 7.
☐ Yes Fill in the information below.

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. **Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

Debtor **Hyperikon, Inc.**
Name

Case number (If known) _____

- ☐ No. Go to Part 8.
- ☒ Yes Fill in the information below.

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39.	Office furniture Office Furniture/Fixtures	\$5,165.86		\$5,165.86

40. **Office fixtures**41. **Office equipment, including all computer equipment and communication systems equipment and software**42. **Collectibles** *Examples:* Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles43. **Total of Part 7.**

Add lines 39 through 42. Copy the total to line 86.

\$5,165.8644. **Is a depreciation schedule available for any of the property listed in Part 7?**

- ☒ No
- ☐ Yes

45. **Has any of the property listed in Part 7 been appraised by a professional within the last year?**

- ☒ No
- ☐ Yes

Part 8: Machinery, equipment, and vehicles46. **Does the debtor own or lease any machinery, equipment, or vehicles?**

- ☐ No. Go to Part 9.
- ☒ Yes Fill in the information below.

	General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
47.	Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles			
47.1.	Toyota Prius Plugin	\$5,298.33		\$5,298.33

48. **Watercraft, trailers, motors, and related accessories** *Examples:* Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels49. **Aircraft and accessories**50. **Other machinery, fixtures, and equipment (excluding farm machinery and equipment)**
Warehouse Equipment**\$15,846.83****\$15,846.83****Building Upgrades Fixtures****\$313,815.52****\$313,815.52**

Debtor **Hyperikon, Inc.**
Name

Case number (If known) _____

51. **Total of Part 8.**

Add lines 47 through 50. Copy the total to line 87.

\$334,960.6852. **Is a depreciation schedule available for any of the property listed in Part 8?**☒ No☐ Yes53. **Has any of the property listed in Part 8 been appraised by a professional within the last year?**☒ No☐ Yes**Part 9: Real property**54. **Does the debtor own or lease any real property?**☒ No. Go to Part 10.☐ Yes Fill in the information below.**Part 10: Intangibles and intellectual property**59. **Does the debtor have any interests in intangibles or intellectual property?**☐ No. Go to Part 11.☒ Yes Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60. Patents, copyrights, trademarks, and trade secrets All intellectual property (ased on BVS valuation)	Unknown	Appraisal	\$432,066.00

61. **Internet domain names and websites**62. **Licenses, franchises, and royalties**63. **Customer lists, mailing lists, or other compilations**64. **Other intangibles, or intellectual property**65. **Goodwill**66. **Total of Part 10.**

Add lines 60 through 65. Copy the total to line 89.

\$432,066.0067. **Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107?**☐ No☒ Yes68. **Is there an amortization or other similar schedule available for any of the property listed in Part 10?**☒ No☐ Yes69. **Has any of the property listed in Part 10 been appraised by a professional within the last year?**☒ No☐ Yes**Part 11: All other assets**70. **Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

Debtor **Hyperikon, Inc.**
Name

Case number (If known) _____

- ☒ No. Go to Part 12.
☐ Yes Fill in the information below.

Debtor **Hyperikon, Inc.**
Name

Case number (if known)

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1</i>	\$213,623.68	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	\$255,755.26	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	\$800,504.83	
83. Investments. <i>Copy line 17, Part 4.</i>	\$0.00	
84. Inventory. <i>Copy line 23, Part 5.</i>	\$6,230,069.70	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	\$0.00	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	\$5,165.86	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	\$334,960.68	
88. Real property. <i>Copy line 56, Part 9.....></i>		\$0.00
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	\$432,066.00	
90. All other assets. <i>Copy line 78, Part 11.</i>	\$0.00	
91. Total. Add lines 80 through 90 for each column	\$8,272,146.01	\$0.00
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		\$8,272,146.01

Fill in this information to identify the case:

Debtor name Hyperikon, Inc.

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF CALIFORNIA

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☒ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☐ Yes. Fill in all of the information below.

Fill in this information to identify the case:Debtor name **Hyperikon, Inc.**United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF CALIFORNIA**

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 206E/F****Schedule E/F: Creditors Who Have Unsecured Claims**

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

☐ No. Go to Part 2.☒ Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

	Total claim	Priority amount
2.1 Priority creditor's name and mailing address Department Homeland Sec. USCBP 555 Battery St. Attn: Katrina Williams San Francisco, CA 94111-2312 Date or dates debt was incurred _____ Last 4 digits of account number _____ Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: Customs claims Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,124,050.11 \$1,124,050.11

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

	Amount of claim
3.1 Nonpriority creditor's name and mailing address Becknell Investors 2011 LLC 2750 East 146th Street, #200 Carmel, IN 46033 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: Rent through remaining term Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$1,222,586.67
3.2 Nonpriority creditor's name and mailing address Braumiller Law Group 5220 Spring Valley Road, Suite Dallas, TX 75254 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: Legal Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$11,348.20

Debtor	Hyperikon, Inc. <small>Name</small>	Case number (if known) _____
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3.3	Nonpriority creditor's name and mailing address Butterfield Schechter LLP 10021 Willow Creek Road, #200 San Diego, CA 92131 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$800.00
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3.4	Nonpriority creditor's name and mailing address Cintas PO Box 631025 Cincinnati, OH 45263 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$246.60
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3.5	Nonpriority creditor's name and mailing address CT Corporation Zuidpoolsingel 2408 ZE Alphen and Rijn NETHERLANDS Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$119.00
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3.6	Nonpriority creditor's name and mailing address Demand Packaging LLC 1607 Augusta Parkway Henryville, IN 47126 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$4,430.24
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3.7	Nonpriority creditor's name and mailing address Elite SEM/Tinuiti PO Box 28415 New York, NY 10087-8415 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$5,500.00
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3.8	Nonpriority creditor's name and mailing address Exfreight 2290 - 10th Avenue Suite 501 Lake Worth, FL 33461 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$575.00
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3.9	Nonpriority creditor's name and mailing address Fastenal Company Property Administration 1801 Theurer Blvd. Winona, MN 55987 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Rent through remaining term</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$472,662.00
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Debtor	Hyperikon, Inc. <small>Name</small>	Case number (if known) _____
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3.10	Nonpriority creditor's name and mailing address FedEx PO Box 63247 North Charleston, SC 29419 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$28,496.29
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3.11	Nonpriority creditor's name and mailing address Flexport 760 Market Street, 8th Floor San Francisco, CA 94102 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$47.50
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3.12	Nonpriority creditor's name and mailing address Fusion Logistics 1900 NW Corporate Blvd. Boca Raton, FL 33431 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$306.99
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3.13	Nonpriority creditor's name and mailing address Globaltranz Enterprises, Inc. 3001 N. Main Street Prescott Valley, AZ 86314 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$47.50
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3.14	Nonpriority creditor's name and mailing address HomeLite Technology Co., Ltd. No. 319 Jiugan Rd. Shanghai 201601 CHINA Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$825,704.56
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3.15	Nonpriority creditor's name and mailing address Intact Insurance 605 Highway 169 North Suite 800 Minneapolis, MN 55441 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$12,678.29
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3.16	Nonpriority creditor's name and mailing address Jan Brandrup PO Box 1288 Rancho Santa Fe, CA 92067 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Loan</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$298,921.12
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Debtor	Hyperikon, Inc. <small>Name</small>	Case number (if known) _____
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3.17	Nonpriority creditor's name and mailing address Laz Parking PO Box 847370 Los Angeles, CA 90084 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$3,520.00
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3.18	Nonpriority creditor's name and mailing address Lighting Science Group Corp PO Box 847370 Dept. #9819 Los Angeles, CA 90084 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$15,000.00
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3.19	Nonpriority creditor's name and mailing address M.H. Equipment 4469 Solutions Center Chicago, IL 60677-4004 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$42,513.24
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3.20	Nonpriority creditor's name and mailing address MGM Partnership 13359 Old Winery Road Poway, CA 92064 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>rent for remaining term</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,044,278.40
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3.21	Nonpriority creditor's name and mailing address MNP Suite 2000, 330 5 Ave. S.W. Calgary Alberta CANADA T2P OL4 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,007.22
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3.22	Nonpriority creditor's name and mailing address Noel Kean 10018 Holborn Street Santee, CA 92071 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,034.00
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3.23	Nonpriority creditor's name and mailing address Oracle America Inc. 500 Oracle Parkway Redwood City, CA 94065 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$47,783.03
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Debtor	Hyperikon, Inc. <small>Name</small>	Case number (if known) _____
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3.24	Nonpriority creditor's name and mailing address Panitch Schwarze Belisario Two Commerce Square 2001 Market Street, Suite 2800 Philadelphia, PA 19103 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> \$1,920.00 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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3.25	Nonpriority creditor's name and mailing address Pete Kistler 3404 American Dr, Apt. .3123 Redwood City, CA 94065 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> \$7,000.00 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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3.26	Nonpriority creditor's name and mailing address Prolift 12001 Plantside Drive Louisville, KY 40299 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> \$1,911.33 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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3.27	Nonpriority creditor's name and mailing address Proxima 707 LLC Dept. LA 24590 Pasadena, CA 91185 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> \$81,302.80 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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3.28	Nonpriority creditor's name and mailing address Quench USA, Inc. PO Box 781393 Philadelphia, PA 19178-1393 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> \$516.00 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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3.29	Nonpriority creditor's name and mailing address Ray's Trash Services, Inc. 6251 S. Indianapolis Road Whitestown, IN 46075 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> \$986.72 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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3.30	Nonpriority creditor's name and mailing address Shenzhen Guanke Technologies A101, Bldg 34 Zialang Ind. Zon GUANGDONG, CHINA 518106 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> \$19,728.21 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
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Debtor Hyperikon, Inc. Name		Case number (if known)	
3.31	Nonpriority creditor's name and mailing address Shenzhen Hyperlite Lighting Hongfa Ind. Area, Bldg. 5 518000 Shenzhen CHINA Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$118,178.62
3.32	Nonpriority creditor's name and mailing address Shenzhen SNC Opto Electronics BI 6 Zhengdaan Industry Pk 172 SongGang town, CHINA Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$236,204.69
3.33	Nonpriority creditor's name and mailing address Shenzhen Topband Co. LTD. No. 113 Dongxin Avenue Huizhou City, CHINA Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$3,595,751.30
3.34	Nonpriority creditor's name and mailing address Signify Holding B.V., License Bldg, HTC 5, 5th Floor 5656 AE Eindhoven Netherlands Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$237,720.79
3.35	Nonpriority creditor's name and mailing address Sreit 8421 Bearing Drvive, LLC PO Box 789956 Philadelphia, PA 19178-9956 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$57,369.98
3.36	Nonpriority creditor's name and mailing address Steam Logistics PO Box 117301 Atlanta, GA 30368 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$350.00
3.37	Nonpriority creditor's name and mailing address Toppo Lighting Company Limited Building 6, Huang Rd GaoQiao LongGang Dist. Shenzhen 518117 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$58,908.51

Debtor	Hyperikon, Inc. <small>Name</small>	Case number (if known) _____
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3.38	Nonpriority creditor's name and mailing address UL AG 75 Remittance Drive, Ste. 1524 Chicago, IL 60675-1524 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$35,028.00
<hr/>			
3.39	Nonpriority creditor's name and mailing address UPS Supply Chain Solution, Inc 28013 Network Place Chicago, IL 60673-1280 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$167.82
<hr/>			
3.40	Nonpriority creditor's name and mailing address US Small Business Association 409 3rd Street, SW Washington, DC 20416 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>PPP Loan</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$451,027.00
<hr/>			
3.41	Nonpriority creditor's name and mailing address USA Debt Recovery Solutions 255 W. Foothill Blvd., #205 Upland, CA 91786 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$10,000.00
<hr/>			
3.42	Nonpriority creditor's name and mailing address VELOX Media 816 W. Bannock Street Suite 306 Boise, ID 83702 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$8,750.00
<hr/>			
3.43	Nonpriority creditor's name and mailing address Walmart Inc. c/o Bank of America PO Box 500787 Saint Louis, MO 63150 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$697.74
<hr/>			
3.44	Nonpriority creditor's name and mailing address Wendego Informaton Technology 9685 Via Excelencia, Suite 102 San Diego, CA 92126 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$7,174.04

Debtor **Hyperikon, Inc.** Case number (if known) _____
Name

3.45 Nonpriority creditor's name and mailing address **Xen Uaj Dooel**
Franklin Ruzvelt 7.1011
1000 Skopje North Macedonia
Skopje, Macenonia
 Date(s) debt was incurred _____
 Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.* **\$10,825.00**
☐ Contingent
☐ Unliquidated
☐ Disputed
 Basis for the claim: **Trade Debt**
 Is the claim subject to offset? ☒ No ☐ Yes

3.46 Nonpriority creditor's name and mailing address **Zhejiang Hengdian Tospo Imp.**
RM3/F World Trade Office Plaza
122 Shuguang Rd Hangzhou CHINA
 Date(s) debt was incurred _____
 Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.* **\$369,268.56**
☐ Contingent
☐ Unliquidated
☐ Disputed
 Basis for the claim: **Trade Debt**
 Is the claim subject to offset? ☒ No ☐ Yes

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address

On which line in Part 1 or Part 2 is the related creditor (if any) listed?

Last 4 digits of account number, if any

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1

5b. Total claims from Part 2

5c. Total of Parts 1 and 2

Lines 5a + 5b = 5c.

Total of claim amounts	
5a.	\$ 1,124,050.11
5b.	+ \$ 9,350,392.96
5c.	\$ 10,474,443.07

Fill in this information to identify the case:Debtor name **Hyperikon, Inc.**United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF CALIFORNIA**

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 206G****Schedule G: Executory Contracts and Unexpired Leases****12/15****Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.****1. Does the debtor have any executory contracts or unexpired leases?**☐ No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.☒ Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).**2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**2.1. State what the contract or lease is for and the nature of the debtor's interest **Lease for 4850 S. Indianapolis Rd. Whitestown, IN**State the term remaining **1/31/2022**

List the contract number of any government contract _____

**Becknell Investors 2011 LLC
2750 East 146th Street, #200
Carmel, IN 46033**2.2. State what the contract or lease is for and the nature of the debtor's interest **sublease of property at 8515 Miramar Place, San Diego, CA 92121**

State the term remaining _____

List the contract number of any government contract _____

**Crest Beverage LLC
8870 Liquid Ct.
San Diego, CA 92121**2.3. State what the contract or lease is for and the nature of the debtor's interest **Lease for commerical property at 5010 W. 81st Street, Indianapolis, IN 46268**State the term remaining **10/31/2022**

List the contract number of any government contract _____

**Fastenal Company
Property Administration
1801 Theurer Blvd.
Winona, MN 55987**2.4. State what the contract or lease is for and the nature of the debtor's interest **Sublease of property at 4580 S. Indianapolis Rd, Whitestown, IN 46052**State the term remaining **12/31/2022**

List the contract number of any government contract _____

**Home Goods, Inc - The TJX Comp
300 Value Way
Marlborough, MA 01752**

Debtor 1 **Hyperikon, Inc.**

First Name

Middle Name

Last Name

Case number (if known)

Additional Page if You Have More Contracts or Leases**2. List all contracts and unexpired leases**

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.5. State what the contract or lease is for and the nature of the debtor's interest

Lease for commercial property at 8515 Miramar Place, San Diego, CA 92121 10/31/2022

State the term remaining

List the contract number of any government contract

**MGM Partnership
13359 Old Winery Road
Poway, CA 92064**

2.6. State what the contract or lease is for and the nature of the debtor's interest

Patent License Agreement

State the term remaining

2/33

List the contract number of any government contract

**Philips Lighting Holding B.V.
Intellectual Property
5656 AEEindhoven
The Netherlands**

Fill in this information to identify the case:Debtor name Hyperikon, Inc.United States Bankruptcy Court for the: SOUTHERN DISTRICT OF CALIFORNIA

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 206H
Schedule H: Your Codebtors****12/15**

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?

- ☒ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
- ☐ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

*Column 1: Codebtor**Column 2: Creditor*

	Name	Mailing Address	Name	Check all schedules that apply:
2.1	_____	Street _____ City State Zip Code	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.2	_____	Street _____ City State Zip Code	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.3	_____	Street _____ City State Zip Code	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.4	_____	Street _____ City State Zip Code	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G

Fill in this information to identify the case:Debtor name Hyperikon, Inc.United States Bankruptcy Court for the: SOUTHERN DISTRICT OF CALIFORNIA

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 207****Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy**

04/19

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income**1. Gross revenue from business**☐ None.**Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year****From the beginning of the fiscal year to filing date:**
From **1/01/2021** to **Filing Date****Sources of revenue**
Check all that apply☒ Operating a business☐ Other _____**Gross revenue**
(before deductions and exclusions)**\$6,622,425.08****For prior year:**
From **1/01/2020** to **12/31/2020**☒ Operating a business☐ Other _____**\$24,788,515.42****For year before that:**
From **1/01/2019** to **12/31/2019**☒ Operating a business☐ Other _____**\$38,467,570.00****2. Non-business revenue**

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☐ None.**Description of sources of revenue****Gross revenue from each source**
(before deductions and exclusions)**From the beginning of the fiscal year to filing date:**
From **1/01/2021** to **Filing Date****Warehouse Sublease - HomeGoods****\$258,400.00****From the beginning of the fiscal year to filing date:**
From **1/01/2021** to **Filing Date****Warehouse Sublease - Crest****\$250,053.28****From the beginning of the fiscal year to filing date:**
From **1/01/2021** to **Filing Date****American Efficient Credits from Sale of LED Lighting Products****\$13,706.83**

Debtor **Hyperikon, Inc.**

Case number (if known)

	Description of sources of revenue	Gross revenue from each source (before deductions and exclusions)
For prior year: From 1/01/2020 to 12/31/2020	Warehouse Sublease - HomeGoods	\$81,826.67
For prior year: From 1/01/2020 to 12/31/2020	Warehouse Sublease - Crest	\$733,772.82
For prior year: From 1/01/2020 to 12/31/2020	American Efficient Credits from Sale of LED Lighting Products	\$100,841.97

Part 2: List Certain Transfers Made Before Filing for Bankruptcy**3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None.

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. Globaltranz Enterprises, Inc. 3001 N. Main Street Prescott Valley, AZ 86314	February, 2021 - April, 2021	\$13,352.51	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other 5023 - Shipping Fees - Inbound Amazon USA
3.2. Dept. of Homeland Security - US Customs 555 Battery Street San Francisco, CA 94111-2312	February, 2021 - April, 2021	\$482,252.15	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other 5025 - Duty Fees
3.3. Exfreight 2290 - 10th Avenue, Suite 501 Lake Worth, FL 33461	February, 2021 - April, 2021	\$207,875.60	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other 5035 - Shipping Fees - Inbound Marketplace Valet
3.4. Amazon Marketing Services 410 Terry Avenue, North Seattle, WA 98109	February, 2021 - April, 2021	\$348,141.62	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other 6007 - Amazon Marketing Services

Debtor Hyperikon, Inc.

Case number (if known) _____

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.5. Exclusive Concepts Inc. One Wall Street, 5th Floor Burlington, MA 01803	February, 2021 - April, 2021	\$8,236.89	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>6012 - Marketing</u>
3.6. Google 1600 Amphitheater Parkway Mountain View, CA 94043	February, 2021 - April, 2021	\$18,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>6013 - Promotional Items</u>
3.7. ProLogistix Search Group 4444 Decatur Blvd., Suite 700 Indianapolis, IN 46241	February, 2021 - April, 2021	\$19,763.74	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>6080 - Staffing Services</u>
3.8. Pete Kistler 3404 American Drive, Apt. 3123 Leander, TX 78645	February, 2021 - April, 2021	\$14,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>6084 - Subcontract Services</u>
3.9. Xen Uaj Dooel Franklin Ruzvelt 7.1011 1000 Skopje North Macedonia SKOPJE - KARPOS	February, 2021 - April, 2021	\$33,117.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>6087 - Marketing</u>
3.10 FedEx Renaissance Center 1715 Aaron Brenner Dr., Suite 600 Memphis, TN 38120	February, 2021 - April, 2021	\$96,942.77	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>6203 - Outbound Shipping - Customer Sales</u>
3.11 R&L Carriers Inc. 8385 Miramar Mall San Diego, CA 92121	February, 2021 - April, 2021	\$22,999.61	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>6203 - Outbound Shipping - Customer Sales</u>

Debtor Hyperikon, Inc.

Case number (if known) _____

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.12 PBSmart 3001 Summer Street Stamford, CT 06926	February, 2021 - April, 2021	\$16,500.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other 6203 - Outbound Shipping - Customer Sales
3.13 UPS UPS World Headquarters 55 Glenlake Parkway, NE Atlanta, GA 30328	February, 2021 - April, 2021	\$29,529.62	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other 6204 - Warehouse Shipping Supplies
3.14 Uline 12100 Uline Place Pleasant Prairie, WI 53158	February, 2021 - April, 2021	\$12,628.23	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other 5204 - Warehouse Shipping Supplies
3.15 Avalara, Inc. Avalara Headquarters 255 S. King Street, Suite 1800 Seattle, WA 98104	February, 2021 - April, 2021	\$8,500.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other 6223 - Software & Website Fees
3.16 Zentail 6750 Alexander Bell Drive, Suite 420 Columbia, MD 21046	February, 2021 - April, 2021	\$8,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other 6223 - Sofewart & Website Fees
3.17 Marsh & McLennan Agency LLC 9171 Towne Centre Drive, Unit 500 San Diego, CA 92122	February, 2021 - April, 2021	\$8,051.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other 6700 - Insurance
3.18 E.G. Sanchez & Associates, CPA, APC 38975 Sky Canyon Drive, Unit 105 Murrieta, CA 92563	February, 2021 - April, 2021	\$47,950.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other Accounting/Taxes

Debtor Hyperikon, Inc.

Case number (if known) _____

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.19 Lisdorf International Consulting LLC 349 Alpine Avenue Chula Vista, CA 91910	February, 2021 - April, 2021	\$7,800.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>6856 - Consulting</u>
3.20 Wendego Information Technology Solutions 10620 Treena Street, Suite 230 San Diego, CA 92131	February, 2021 - April, 2021	\$7,588.16	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>6857 - IT Service</u>
3.21 Pacific Mercantile Bank 4250 Executive Square Unit 400 La Jolla, CA 92037	February, 2021 - April, 2021	\$28,872.61	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>6858 - Legal Fees</u>
3.22 Braumiller Law Group 5220 Spring Valley Road, Suite 200 Dallas, TX 75254	February, 2021 - April, 2021	\$21,348.20	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>6858 - Legal Fees</u>
3.23 Sullivan & Worchester LLP One Post Office Square Boston, MA 02109	February, 2021 - April, 2021	\$10,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>6858 - Legal Fees</u>
3.24 Thompson Coburn LLP 505 N. Seventh Street, Suite 2700 Saint Louis, MO 63101	February, 2021 - April, 2021	\$10,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>6858 - Legal Fees</u>
3.25 Whiteslate, LLP 2131 Third Avenue South Los Angeles, CA 90012	February, 2021 - April, 2021	\$8,589.13	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>6858 - Legal Fees</u>
3.26 Raby Law Office 1753 East Broadway Road, Suite 101-428 Tempe, AZ 85282	February, 2021 - April, 2021	\$8,580.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>6858 - Legal Fees</u>

Debtor Hyperikon, Inc.

Case number (if known) _____

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.27 Massachusetts Dept of Revenue: P.O. Box 7089 Boston, MA 02241-7089	February, 2021 - April, 2021	\$50,254.82	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>7306 - Sales & Use Tax</u>
3.28 Fastenal Company Property Administration 1801 Theurer Blvd. Winona, MN 55987	February, 2021 - April, 2021	\$78,777.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>7405 - Warehouse Rent</u>
3.29 Sreit 8421 Bearing Drive, LLC PO Box 789956 Philadelphia, PA 19178-9956	February, 2021 - April, 2021	\$122,672.65	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>9000 - Other Non Operating Expense</u>
3.30 MGM Partnership 13359 Old Winery Road Poway, CA 92064	February, 2021 - April, 2021	\$110,565.78	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>9000 - Other Non Operating Expense</u>
3.31 Pacific Mercantile Bank 4250 Executive Square Unit 400 La Jolla, CA 92037	February, 2021 - April, 2021	\$6,736,994.93	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Loan Payment</u>
3.32 Franchise Tax Board PO Box 942857 Sacramento, CA 94257-0500	February, 2021 - April, 2021	\$10,076.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other ____
3.33 Shenzhen Zdlite Co., LTD. Shenzhen Zhidao Innovation Optoelec 4th Fl., No, 32th, Langkou Industry Park Langkou Community Dalang Str	February, 2021 - April, 2021	\$151,396.58	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other ____

Debtor **Hyperikon, Inc.**

Case number (if known) _____

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.34 Toppo Lighting Company Limited Building 6, Haunping Road, GaoQiao Zone, PingDi Town, Long Gang District Shenzhen, 618117 PRC	February, 2021 - April, 2021	\$6,967.80	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other__
3.35 Heshi Lighting Electrical Co., LTD (NOVA Room 1902(A), 19/F, 38 Plaza, 38 Shan Tung Street Mongkok KOWLOON, HONG KONG	February, 2021 - April, 2021	\$10,666.30	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other__
3.36 Shenzhen Hyperlite Lighting Ltd. Hongfa Industrial Area, Building 5 Baoan 518000 Shenzhen, CHINA	February, 2021 - April, 2021	\$69,220.61	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other__
3.37 Shanghai Ckra Lighting Technology Co.. No. 2710 Fengxiang road, Jiading Dist. Shanghai, CHINA 201800	February, 2021 - April, 2021	\$25,509.96	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other__
3.38 HLE Lanhe Optics Limited Songgang DongFang Sub Branch No. 14 Shuguang Road, Songang Sub District Shanghai, CHINA 201800	February, 2021 - April, 2021	\$39,860.24	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other__
3.39 Shenzhen Topband Co. LTD. No. 113 Dongxin Avenue Huizhou City, CHINA	February, 2021 - April, 2021	\$48,729.58	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other__
3.40 Shiphawk 925 De La Vina St., #300 Santa Barbara, CA 93101	February, 2021 - April, 2021	\$12,393.51	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other__
3.41 Department of Revenue - Washington State 2101 4th Avenue, Suite 1400 Seattle, WA 98121	February, 2021 - April, 2021	\$11,212.34	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other__

Debtor **Hyperikon, Inc.**

Case number (if known) _____

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.42 C&B Construction LLC 5998 E. Co. Rd. 300 S. Greencastle, IN 46135	February, 2021 - April, 2021	\$8,509.71	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___
3.43 American Express 9201 Corporate Blvd., Unit 130 Rockville, MD 20850	February, 2021 - April, 2021	\$601,009.06	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___
3.44 Betty Yang 7A, Bldg. Shanghvi, Shensi Hua Gangdong, CHINA 518108	February, 2021 - April, 2021	\$17,200.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___
3.45 Zana Ali Vasagatan 16, 111 20 Stockholm, SWEDEN	February, 2021 - April, 2021	\$51,804.78	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___
3.46 Dept. of Revenue - Massachusetts MA Department of Revenue PO Box 7089 Boston, MA 02241-7089	February, 2021 - April, 2021	\$153,849.87	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___
3.47 Capital One PO Box 30285 Salt Lake City, UT 84130-0287	February, 2021 - April, 2021	\$112,786.10	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___
3.48 Ministere Du Revenu Du Guebec 584 Rue Commerciale La Tuque QC G9X 3A9 CANADA	February, 2021 - April, 2021	\$38,400.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
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Debtor **Hyperikon, Inc.**

Case number (if known)

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
4.1. Jan Brandrup PO Box 1288 Rancho Santa Fe, CA 92067	8/13/2020	\$35,044.00	Distribution to Pay CA State Taxes
4.2. Alexander Brandrup 820 Muskingum Avenue Pacific Palisades, CA 90272	8/13/2020	\$26,092.00	Distribution to Pay CA State Taxes
4.3. Nicklas Brandrup 830 Island Avenue San Diego, CA 92101	8/13/2020	\$31,397.00	Distribution to Pay CA State Taxes
4.4. Alexander Brandrup 820 Muskingum Avenue Pacific Palisades, CA 90272	8/24/2020	\$84,866.00	Distribution to Pay CA State Taxes
4.5. Nicklas Brandrup 830 Island Avenue San Diego, CA 92101	8/24/2020	\$92,518.00	Distribution to Pay Federal Taxes
4.6. Jan Brandrup PO Box 1288 Rancho Santa Fe, CA 92067	8/24/2020	\$102,942.00	Distribution to Pay Federal Taxes
4.7. Jan Brandrup PO Box 1288 Rancho Santa Fe, CA 92067	9/21/2020	\$1,804.06	Distribution to Pay CA State Taxes
4.8. Alexander Brandrup 820 Muskingum Avenue Pacific Palisades, CA 90272	5/1/2020 - 4/30/2021	\$100,469.94	Standard Compensation
4.9. Nicklas Brandrup 830 Island Avenue San Diego, CA 92101	5/1/2020 - 4/30/2021	\$121,519.57	Standard Compensation
4.10 Jan Brandrup PO Box 1288 Rancho Santa Fe, CA 92067	5/1/2020 - 4/30/2021	\$38,076.84	Standard Compensation
4.11 Alex Kamergorodsky 15742 Potomac Road San Diego, CA 92127	5/1/2020 - 4/30/2021	\$184,560.69	Standard Compensation
4.12 Alex Kamergorodsky 15742 Potomac Road San Diego, CA 92127	5/1/2020 - 4/30/2021	\$1,176.93	Expense Reimbursements
4.13 QDE, LLC 15742 Potomac Road San Diego, CA 92127	1/5/2021	\$45,000.00	Bonus to Alex Kamergorodsky - paid to his LLC
4.14 Exfreight PO Box 31813 Tampa, FL 33631	11/18/2020 - 4/6/2021	\$281,288.40	Payment for Freight Forwarding Services
4.15 Jan Brandrup PO Box 1288 Rancho Santa Fe, CA 92067	2/1/2021 - 4/30/2021	\$45,000.00	Loan Repayment from Hyperikon
4.16 See Attachment 4		\$0.00	

Debtor **Hyperikon, Inc.**

Case number (if known) _____

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
4.17 Hyperikon S.A. de C.V. Jose Clemente Orozco #2410 Int. 3016 Zona Urbana Rio Tijuana Baja CA 22010	5/1/2020 - 4/30/2021	\$271,811.53	Ordinary course intercompany transfer to fund ongoing operations

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☐ None

Creditor's name and address	Describe of the Property	Date	Value of property
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6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☐ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
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8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☐ None
Part 4: Certain Gifts and Charitable Contributions**9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**
☐ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
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Part 5: Certain Losses**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**
☐ None

Debtor **Hyperikon, Inc.**

Case number (if known)

Description of the property lost and how the loss occurred**Amount of payments received for the loss**

If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.

List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).

Dates of loss**Value of property lost****Part 6: Certain Payments or Transfers****11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.**Who was paid or who received the transfer?
Address****If not money, describe any property transferred****Dates****Total amount or value**

11.1.

Thompson Coburn LLP
One US Bank Plaza
27th Floor
Saint Louis, MO 63101

Attorneys Fees

April 5 and
April 29,
2021. On
April 30,
2021,
Thompson
Coburn
applied
\$11,769.50
of the
retainer to
satisfy fees
through
4.28.21.

\$20,000.00

Email or website address
www.thompsoncoburn.com

Who made the payment, if not debtor?

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☒ None.**Name of trust or device****Describe any property transferred****Dates transfers were made****Total amount or value****13. Transfers not already listed on this statement**

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None.**Who received transfer?
Address****Description of property transferred or payments received or debts paid in exchange****Date transfer was made****Total amount or value****Part 7: Previous Locations****14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

Debtor **Hyperikon, Inc.**

Case number (if known) _____

☐ Does not apply**Address****Dates of occupancy
From-To**14.1. **707 Broadway, Suite 800
San Diego, CA 92101****2018 - 2020****Part 8: Health Care Bankruptcies****15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

- ☒ No. Go to Part 9.
- ☐ Yes. Fill in the information below.

Facility name and address**Nature of the business operation, including type of services
the debtor provides****If debtor provides meals
and housing, number of
patients in debtor's care****Part 9: Personally Identifiable Information****16. Does the debtor collect and retain personally identifiable information of customers?**

- ☐ No.
- ☒ Yes. State the nature of the information collected and retained.

**Customer name, address, email address, and in certain cases credit
care information**

Does the debtor have a privacy policy about that information?

- ☐ No
- ☒ Yes

**17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or
profit-sharing plan made available by the debtor as an employee benefit?**

- ☐ No. Go to Part 10.
- ☒ Yes. Does the debtor serve as plan administrator?

☐ No Go to Part 10.☒ Yes. Fill in below:

Name of plan

TriNet 401k Plan as adopted by Hyperikon

Employer identification number of the plan

EIN: **48-1304650**

Has the plan been terminated?

- ☒ No
- ☐ Yes

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

Debtor **Hyperikon, Inc.**

Case number (if known) _____

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ None

Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
--	---------------------------------	-------------------------------	--	---

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Do you still have it?
---	--	-----------------------------	-----------------------

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☒ None

Facility name and address	Names of anyone with access to it	Description of the contents	Do you still have it?
---------------------------	-----------------------------------	-----------------------------	-----------------------

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None

Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

☒ No.

☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
---------------------------	----------------------------------	--------------------	----------------

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

Debtor **Hyperikon, Inc.**

Case number (if known) _____

- ☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
-----------------------	------------------------------------	-----------------------------	----------------

24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
-----------------------	------------------------------------	-----------------------------	----------------

Part 13: Details About the Debtor's Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- ☐ None

Business name address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.	Dates business existed
25.1. Hyperikon S.A. de C.V. Jose Clemente Orozco #2410 Int. 3016 Zona Urbana Rio, TIJUANA Baja, CA 22010	Hyperikon Subsidiary - Mexico Office	EIN: n/a	From-To 1/1/2017 - 4/30/2020
25.2. Lighting United, Inc. 30 N. Gould Street, Suite N Sheridan, WY 82801	Hyperikon Subsidiary - Same Nature	EIN: 85-4053230	From-To 8/28/2020 - Present
25.3. Dynamo Resources, Inc. 30 N. Gould Street, Suite N Sheridan, WY 82801	Hyperikon Subsidiary - Importing	EIN: 82-2011289	From-To 6/26/2017 - 8/9/2020
25.4. MG Capital, LLC 30 N. Gould Street, Suite N Sheridan, WY 82801	Hyperikon Subsidiary - Financing Entity	EIN: 85-4053361	From-To 8/27/2020 - Present
25.5. Stonebarn Ltd United C, 8/F Kind Palace Plaza No. 55 Kind Yip Street Kwun Tong, KOWLOON, HONG KONG	Hyperikon Subsidiary - China	EIN: N/A	From-To 6/6/2018 - Present

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

- ☐ None

Name and address	Date of service From-To
26a.1. Yan He 3869 Miramar Street, #3617 La Jolla, CA 92037	2018 - Present

Debtor **Hyperikon, Inc.**

Case number (if known) _____

Name and address		Date of service From-To
26a.2.	Alex Kamergorodsky 15742 Potomac Rd San Diego, CA 92127	2020-2021
26a.3.	Jeppe Lisdorf 349 Alpine Ave. Chula Vista, CA 91910	2015-2020

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None

Name and address		Date of service From-To
26b.1.	E.G. Sanchez & Associates, CPAS, APC 38975 Sky Canyon Drive, Unit 105 Murrieta, CA 92563	2016 - Present

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

Name and address		If any books of account and records are unavailable, explain why
26c.1.	Yan He 3869 Miramar Street La Jolla, CA 92037	
26c.2.	Alex Kamergorodsky 15742 Potomac Ridge Road San Diego, CA 92127	

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None

Name and address	
26d.1.	Pacific Mercantile Bank 4250 Executive Square Unit 400 La Jolla, CA 92037
26d.2.	Axos Bank 4350 La Jolla Village Drive San Diego, CA 92122
26d.3.	Bank of Southern California 12265 El Camino Real, Unit 100 San Diego, CA 92130
26d.4.	Bolt Financial, Inc. 77 Geary Street San Francisco, CA 94108

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

- ☒ No
- ☐ Yes. Give the details about the two most recent inventories.

Debtor **Hyperikon, Inc.**

Case number (if known) _____

Name of the person who supervised the taking of the inventory

Date of inventory

The dollar amount and basis (cost, market, or other basis) of each inventory

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Nicklas Brandrup	830 Island Avenue San Diego, CA 92101	President	34%
Jan Brandrup	PO Box 1288 Rancho Santa Fe, CA 92067	Chairman	37%
Alexander Brandrup	820 Muskingum Avenue Pacific Palisades, CA 90272	CEO	29%
Alex Kamergorodsky	15742 Potomac Ridge Road San Diego, CA 92127	COO	n/a

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☒ No
☐ Yes. Identify below.

30. **Payments, distributions, or withdrawals credited or given to insiders**

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☐ No
☒ Yes. Identify below.

Name and address of recipient

Amount of money or description and value of property

Dates

Reason for providing the value

30.1 See answer to question 4

Relationship to debtor

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☒ No
☐ Yes. Identify below.

Name of the parent corporation

Employer Identification number of the parent corporation

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

Debtor Hyperikon, Inc.

Case number (if known) _____

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on April 30, 2021


Signature of individual signing on behalf of the debtor

Alexander Brandrup
Printed name

Position or relationship to debtor President

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☒ No

☐ Yes

Attachment 4

In December of 2020, Hyperikon, Inc. caused two new wholly owned subsidiaries to be formed: Lighting United, Inc. ("Lighting United") and MG Capital, LLC ("MG"). Hyperikon intended to use Lighting United to improve procurement and purchasing power, primarily from offshore vendors. Hyperikon intended to use MG to attract additional investors to expand a new software product called HyperPro.

On December 10, 2020, Hyperikon made three loans to its shareholders: (a) to Alexander Brandrup for \$900,000, (b) to Nicklas Brandrup for \$900,000, and (c) to Jan Brandrup for \$900,000. Within days, the three shareholders contributed a total of \$2,301,000 to MG Capital.

MG Capital thereafter contributed \$360,000 to Lighting United. Lighting United purchased product and paid non-insider vendors \$359,000. On January 5, 2021, Pacific Mercantile Bank, which held a perfected lien in all of Hyperikon's assets, made demand on its secured loan. Hyperikon and its shareholder decided to reverse the transactions involving themselves, Lighting United, and MG Capital. Eventually, all funds that were loaned to the shareholders were returned to Hyperikon, either by the shareholders themselves or MG Capital. Any margin realized on the sale of goods purchased by Lighting United was upstreamed to Hyperikon. In fact, the shareholders collectively made additional capital contributions to Hyperikon after December 10, 2020 over and above the amounts loaned as follows: (a) Alexander Brandrup – an additional \$875,333, (b) Jan Brandrup – an additional \$691,000, and (c) Nicklas Brandrup, an additional \$900,000.

After the secured creditor demanded repayment, Hyperikon liquidated a portion of its inventory and repaid the secured creditor's loan in full.

B2030 (Form 2030) (12/15)

United States Bankruptcy Court
Southern District of California

In re Hyperikon, Inc.

Debtor(s)

Case No.

Chapter

7

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept	\$	<u>20,000.00</u>
Prior to the filing of this statement I have received	\$	<u>20,000.00</u>
Balance Due	\$	<u>0.00</u>

2. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify):

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify):

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- [Other provisions as needed]

My firm assisted in preparation of schedules, statement of financial affairs, and supporting documents. My firm also anticipates interacting with trustee regarding transfer of assets located in California and Indiana and potential ways of monetizing estate assets

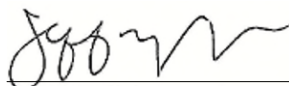
6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

April 30, 2021

Date



Jeffrey N. Brown 105520

Signature of Attorney

Thompson Coburn LLP

2029 Century Park East

19th Floor

Los Angeles, CA 90067

310-282-2500 Fax: 310-282-2501

jbrown@thompsoncoburn.com

Name of law firm

CSD 1008 [08/21/00]

Name, Address, Telephone No. & I.D. No.

Jeffrey N. Brown 105520
 2029 Century Park East
 19th Floor
 Los Angeles, CA 90067
 310-282-2500
 105520 CA

UNITED STATES BANKRUPTCY COURT
 SOUTHERN DISTRICT OF CALIFORNIA
 325 West "F" Street, San Diego, California 92101-6991

In Re
 Hyperikon, Inc.

BANKRUPTCY NO.

Debtor.

VERIFICATION OF CREDITOR MATRIX

PART I (check and complete one):

☒ New petition filed. Creditor diskette required.

TOTAL NO. OF CREDITORS: 50

☐ Conversion filed on _____. See instructions on reverse side.

☐ Former Chapter 13 converting. Creditor diskette required.

TOTAL NO. OF CREDITORS: _____

☐ Post-petition creditors added. Scannable matrix required.

☐ There are no post-petition creditors. No matrix required.

☐ Amendment or Balance of Schedules filed concurrently with this original scannable matrix affecting Schedule of Debts and/or Schedule of Equity Security Holders. See instructions on reverse side.

☐ Names and addresses are being ADDED.

☐ Names and addresses are being DELETED.

☐ Names and addresses are being CORRECTED.

PART II (check one):

☒ The above-named Debtor(s) hereby verifies that the list of creditors is true and correct to the best of my (our) knowledge.

☐ The above-named Debtor(s) hereby verifies that there are no post-petition creditors affected by the filing of the conversion of this case and that the filing of a matrix is not required.

Date: April 30, 2021


 Alexander Brandrup/President
 Signer/Title

REFER TO INSTRUCTIONS ON REVERSE SIDE

CSD 1008

CSD 1008 (Page 2) [08/21/00]

INSTRUCTIONS

- 1) Full compliance with Special Requirements for Mailing Addresses (CSD 1007) is required.
- 2) A creditors matrix with Verification is required whenever the following occurs:
 - a) A new petition is filed. Diskette required.
 - b) A case is converted on or after SEPTEMBER 1, 2000. (See paragraph 4b concerning post-petition creditors.)
 - c) An amendment to a case on or after SEPTEMBER 1, 2000, which adds, deletes or changes creditor address information on the debtor's Schedule of Debts and/or Schedule of Equity Security Holders. Scannable matrix format required.
- 3) The scannable matrix must be originally typed or printed. It may not be a copy.
- 4) CONVERSIONS:
 - a) When converting a Chapter 13 case filed before SEPTEMBER 1, 2000, to another chapter, ALL creditors must be listed on the mailing matrix at the time of filing and accompanied by a Verification. Diskette required.
 - b) For Chapter 7, 11, or 12 cases converted on or after SEPTEMBER 1, 2000, only post-petition creditors need be listed on the mailing matrix. The matrix and Verification must be filed with the post-petition schedule of debts and/or schedule of equity security holders. If there are no post-petition creditors, only the verification form is required. Scannable matrix format required.
- 5) AMENDMENTS AND BALANCE OF SCHEDULES:
 - a) Scannable matrix format required.
 - b) The matrix with Verification is a document separate from the amended schedules and may not be used to substitute for any portion of the schedules. IT MUST BE SUBMITTED WITH THE AMENDMENT/BALANCE OF SCHEDULES.
 - c) Prepare a separate page for each type of change required: ADDED, DELETED, or CORRECTED. On the **REVERSE** side of each matrix page, indicate which category that particular page belongs in. Creditors falling in the same category should be placed on the same page in alphabetical order.
- 6) Please refer to CSD 1007 for additional information on how to avoid matrix-related problems.

Becknell Investors 2011 LLC
2750 East 146th Street, #200
Carmel, IN 46033

Braumiller Law Group
5220 Spring Valley Road, Suite
Dallas, TX 75254

Butterfield Schechter LLP
10021 Willow Creek Road, #200
San Diego, CA 92131

Cintas
PO Box 631025
Cincinnati, OH 45263

Crest Beverage LLC
8870 Liquid Ct.
San Diego, CA 92121

CT Corporation
Zuidpoolsingel 2408 ZE Alphen
and Rijn NETHERLANDS

Demand Packaging LLC
1607 Augusta Parkway
Henryville, IN 47126

Department Homeland Sec. USCBP
555 Battery St.
Attn: Katrina Williams
San Francisco, CA 94111-2312

Elite SEM/Tinuiti
PO Box 28415
New York, NY 10087-8415

Exfreight
2290 - 10th Avenue
Suite 501
Lake Worth, FL 33461

Fastenal Company
Property Administration
1801 Theurer Blvd.
Winona, MN 55987

FedEx
PO Box 63247
North Charleston, SC 29419

Flexport
760 Market Street, 8th Floor
San Francisco, CA 94102

Fusion Logistics
1900 NW Corporate Blvd.
Boca Raton, FL 33431

Globaltranz Enterprises, Inc.
3001 N. Main Street
Prescott Valley, AZ 86314

Home Goods, Inc - The TJX Comp
300 Value Way
Marlborough, MA 01752

HomeLite Technology Co., Ltd.
No. 319 Jiugan Rd.
Shanghai 201601 CHINA

Intact Insurance
605 Highway 169 North
Suite 800
Minneapolis, MN 55441

Jan Brandrup
PO Box 1288
Rancho Santa Fe, CA 92067

Laz Parking
PO Box 847370
Los Angeles, CA 90084

Lighting Science Group Corp
PO Box 847370
Dept. #9819
Los Angeles, CA 90084

M.H. Equipment
4469 Solutions Center
Chicago, IL 60677-4004

MGM Partnership
13359 Old Winery Road
Poway, CA 92064

MNP
Suite 2000, 330 5 Ave. S.W.
Calgary Alberta CANADA T2P 0L4

Noel Kean
10018 Holborn Street
Santee, CA 92071

Oracle America Inc.
500 Oracle Parkway
Redwood City, CA 94065

Panitch Schwarze Belisario
Two Commerce Square
2001 Market Street, Suite 2800
Philadelphia, PA 19103

Pete Kistler
3404 American Dr, Apt. .3123
Redwood City, CA 94065

Philips Lighting Holding B.V.
Intellectual Property
5656 AEEindhoven
The Netherlands

Prolift
12001 Plantside Drive
Louisville, KY 40299

Proxima 707 LLC
Dept. LA 24590
Pasadena, CA 91185

Quench USA, Inc.
PO Box 781393
Philadelphia, PA 19178-1393

Ray's Trash Services, Inc.
6251 S. Indianapolis Road
Whitestown, IN 46075

Shenzhen Guanke Technologies
A101, Bldg 34 Zialang Ind. Zon
GUANGDONG, CHINA 518106

Shenzhen Hyperlite Lighting
Hongfa Ind. Area, Bldg. 5
518000 Shenzhen CHINA

Shenzhen SNC Opto Electronics
BI 6 Zhengdaan Industry Pk 172
SongGang town, CHINA

Shenzhen Topband Co. LTD.
No. 113 Dongxin Avenue
Huizhou City, CHINA

Signify Holding B.V., License
Bldg, HTC 5, 5th Floor
5656 AE Eindhoven Netherlands

Sreit 8421 Bearing Drvive, LLC
PO Box 789956
Philadelphia, PA 19178-9956

Steam Logistics
PO Box 117301
Atlanta, GA 30368

Toppo Lighting Company Limited
Building 6, Huang Rd GaoQiao
LongGang Dist. Shenzhen 518117

UL AG
75 Remittance Drive, Ste. 1524
Chicago, IL 60675-1524

UPS Supply Chain Solution, Inc
28013 Network Place
Chicago, IL 60673-1280

US Small Business Association
409 3rd Street, SW
Washington, DC 20416

USA Debt Recovery Solutions
255 W. Foothill Blvd., #205
Upland, CA 91786

VELOX Media
816 W. Bannock Street
Suite 306
Boise, ID 83702

Walmart Inc.
c/o Bank of America
PO Box 500787
Saint Louis, MO 63150

Wendego Informaton Technology
9685 Via Excelencia, Suite 102
San Diego, CA 92126

Xen Uaj Dooel
Franklin Ruzvelt 7.1011
1000 Skopje North Macedonia
Skopje, Macenonia

Zhejiang Hengdian Tospo Imp.
RM3/F World Trade Office Plaza
122 Shuguang Rd Hangzhou CHINA

**United States Bankruptcy Court
Southern District of California**

In re **Hyperikon, Inc.**

Debtor(s)

Case No.

Chapter

7

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Hyperikon, Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

☒ None [*Check if applicable*]

April 30, 2021

Date



Jeffrey N. Brown 105520

Signature of Attorney or Litigant
Counsel for **Hyperikon, Inc.**

Thompson Coburn LLP

2029 Century Park East

19th Floor

Los Angeles, CA 90067

310-282-2500 Fax:310-282-2501

jbrown@thompsoncoburn.com